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*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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DARIA



**EMILY &
TAWNI**

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KRISTINE



MICHELLE



GABRIELLA



ALLYSSA



LEAH & CHELSEA





DARIA
& JJ

Daria says her dress wasn't quite right tonight. And neither was her bra. Nor her panties. Oh what's a naughty girl to do. Whew, now that they're off, she can get down to business. The business of filling her mouth, pussy and her ass with J.J.'s impossibly hard cock.






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juices mix with my
man's. It's kinda like
lemon and lime, rum
and coke, peanut
butter and jelly. Well
not quite that one.
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*Daria
Glower*



YES, I'M HOT.

*I'm also sassy,
a sweetheart,
opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
I'm your
ex.....
asshole.*

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Tawni & Emily

We got lucky with these two. Both Tawni and Emily have temporarily sworn off men and so we took advantage of that with a dildo-filled lezzie shoot for your private enjoyment. We cranked up our cameras and let 'em loose on each other.





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A woman with long, wavy brown hair is lying on her back on a tan-colored couch. She is unclothed, with her hands resting on her breasts. A large, colorful tattoo is visible on her left side, featuring a red heart, a black eye, and blue flames. She is wearing black lace underwear and fishnet stockings. A red object is visible near her right hip. In the background, there is a wooden lattice screen. The text "Tawni Ryder & Emily George" is written in a white, cursive font across the upper part of the image.

Tawni Ryder
&
Emily George

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The two cameramen had to excuse themselves during their break. The ladies got really heated and were hard to stop. There were fingers fucking, and vibrators buzzing, and dildos, er, dildo-ing. Makeup was running and gaffers were gaffing. We could tell these two had been without a man for a while. Their sexual energy was off the hook and got everyone in the room pretty heated up, too. Then everyone hit the hot tub.

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GABRIELLA & SERGIO

I'm very selective when it comes to being with a man. I just can't settle for any man. He's got to be good in and out of his clothes; and in and out of bed. I don't want to be with a guy just to avoid being alone. Nope, not me.



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Gabriella Banks

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A close-up photograph of a woman with long brown hair, looking upwards with her mouth open. A large, realistic-looking dildo is inserted into her mouth, with its bulbous head resting against her tongue. A small droplet of liquid is visible on her lower lip. She is wearing a black beaded necklace and a small pearl earring. The background is a warm, reddish-brown color.

It's an arduous task to find a good man and an almost impossible one to find a great man. There's phoning, texting, dating. All the steps society now says that you have to do to get to know someone. But being over forty. I just want to sit down with a glass of wine and talk. Then we'll fuck.

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some need coaching

and some don't

I was a college coach (yes, that's past tense). I had to be very careful with my interactions with students. Sometimes they can be very aggressive so it can be very difficult being proper all the time. That's especially true when you're a man coaching women athletes.

Around eleven that night I arrived at the party that was at a large house near the university. It was just getting started. Everyone was in the living room throwing back shots. I spotted Denyce and Belinda over by a table with a few other females seated around it. As I walked over I could see Belinda subtly point in my direction to a few of the girls at the table, who were conspicuously staring at me. As I reached the table, Denyce and Belinda both kissed me on the cheeks and explained that I should've gotten there sooner because they were already a little bit drunk.

I'm their tennis coach at the university. Been there for about five years and while we have had some pretty good teams, None ever made it to the NCAA tournaments. Still, I go out there every day, as they do, and try to get these ladies to do their best and compete. Denyce and Belinda are my two favorite players. They play doubles and almost won the conference title last year. They're both seniors and will be moving on to their individual careers. We've hung out after practice a few times and have become kinda friends. As friendly as the university will allow. But I digress...

I went over to the table and they had already ordered a few shots for me. I downed them one after the other. All the girls applauded and I bowed playfully, then Denyce introduced me to two of their very sexy girlfriends, Claire and Kim, not tennis players,

though. Claire was about five-foot eight, with long legs and a small but still very curvaceous butt. She wore a dark blouse that matched her short brown hair and accentuated her ample breasts. Kim, on the other hand, was an inch or two shorter and dressed casually in a vest (no shirt) and jeans.

After a few more drinks, Claire, Kim, Denyce and Belinda started to get pretty wild while I was still just a little tipsy. Before I knew it, Denyce and Belinda were dragging me off to the dance floor for some pornographic

...I was a little confused about how to grind with both Denyce and Belinda. So the girls quickly figured out that if they pushed my legs out, they could get both their asses on my crotch...

grinding. I could see Claire and Kim talking to each other as I left, quietly giggling to themselves. We got onto the dance floor right as all the girls on the dance floor let out a scream of delight at the next song. I was surprised at how little guys there were at the party. Out of the forty plus people at the party, there were maybe a dozen guys so the dance floor was crowded with girls dancing with each other. But now, I was a little confused about how to grind with both Denyce and Belin-

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da. So the girls quickly figured out that if they pushed my legs out, they could get both their asses on my crotch at the same time.

I started to rub my hands on their thighs and eventually their pussies, but with the girls I already knew they loved it and were definitely ready. As the song changed to a fast techno beat, I placed a hand on each of their puss-

mesmerizing and I didn't want it to stop, but I remembered Denyce and Belinda were in the room so I looked at the girls and they looked back encouragingly and without looking back I pulled Kim close and kissed her hard, pulling her sexy body close to mine. Claire then appeared at my side and kissed me hard, her wet tongue moving over mine. I laid down on the bed and both girls took off their tops

were masturbating while I fucked the other two. I felt a new energy flow through me and I went deep into Claire's pussy while sucking on her pussy lips. Kim's curiosity peaked after watching me eat out her friend and pulled my briefs.

My cock burst out like an explosion and lightly tapped the side of her face. I felt Claire turn around to see and before I knew she had switched places with Kim. While Kim and I were sixty-nining, Claire decided to help suck my cock. I tried to concentrate



I laid Kim down on her back and without even telling her to do so, Claire straddled Kim's face and pushed her pussy onto her waiting tongue.

ies and started rubbing faster and faster. With that, the girls took both my hands and led me upstairs. We quickly entered into the room and they literally threw me down onto the bed.

But, before I was about to pull them close they stepped back and appeared to be waiting for something. Suddenly, I heard two voices behind me and as I whipped around I saw that it was Claire and Kim emerging from the darkness. I looked toward the girls and they seemed to be half ashamed and half excited. I looked back at Kim and without hesitation, she mounted me and started to kiss me with her long, wet tongue. At first, her kiss was so

and bras rather quickly. I quickly took off my shirt and laid down with the girls right on top of me, their nipples rubbing against my chest.

They started to rub up and down my chest getting closer and closer to my cock. I quickly put Claire over my face and started to lick and tease her pussy while Kim moved down to my underwear. I didn't want to make it seem like I liked it too much because Denyce and Belinda were just watching me. I looked to my left as Claire moved her hips back and I saw the girls staring at me, not with spite but with ecstasy. I looked farther down and noticed that they weren't wearing any clothes and

on eating out Kim, but the girls sure knew how to suck a cock. I swear I could tell the difference between their mouths. Claire started to lick and play with my balls while Kim began to rub her saliva into my throbbing cock. Her lips were so wet and I could feel her hand grip the base of my cock and she raised her head up and down moving faster and faster, I let out a moan and it only seemed to increase her skills.

I could see her blonde hair as it bobbed up and down on my dick, she let out a gasp and then pushed my cock to Claire. I decided I should start doing my part and started to work on Kim's tight pussy so I poked my tongue along her outer lips and then worked my way inside, feeling her pussy clamp around my tongue. I proceeded to work my tongue in and

out while rubbing her excited clit, her hips pushing harder and harder onto my tongue. As I wiggled my tongue inside her tight pussy, I felt her pussy clamp down and spray her juices all over my face, she paused from sucking my dick and let out a long and deep moan, her body shaking in orgasm. Kim then started to vigorously pump up and down with her mouth, every few seconds she would turn her head and wrap her tongue around the tip while moving up and down which felt absolutely phenomenal, I gave her a slap on the ass and she started sucking harder.

Before Claire got too far into it, Kim pulled her mouth off my cock and started to passionately kiss Claire which turned me on so much. After a minute of deep tongue kissing, Claire mounted me and as she went all the way to the base I could feel her cum again. I could feel her grab my legs for support as Kim licked the cum off my cock and Claire's quivering pussy. I held Claire's arms behind her to go even deeper and she moaned loudly as I started to push in and out of her.

Claire's pussy was so tight that it made me wonder if she ever had sex before. Every once and a while she would raise her hips up so that Kim could lick her pussy and suck all her juices off my cock, but before she entered I would rub my cock along her pussy lips, teasing her to the point of moaning. I pressed my cock once more into her tight pussy and positioned myself so that I could fuck her at a better pace. I thrust upwards to meet her hips as she went down. As she bounced, I felt her pussy grip my cock again and release her juices all over it. She let out a yell of ecstasy and her whole body shuddered as Kim licked the rest of the cum out of her quivering pussy.

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can get your rocks off looking
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I laid Kim down on her back and without even telling her to do so, Claire straddled Kim's face and pushed her pussy onto her waiting tongue. I'm not sure what came over me but the smell of Kim's pussy and the look in Claire's eyes made me want to go insane, so I quickly grabbed Kim's hips and pulled them close to my cock. At first, I didn't go all the way in but I teased her pussy by rubbing the tip of

her hips back and forth over Kim's nimble tongue, occasionally throwing her head back in pleasure. I leaned forward to kiss her and as our lips touched and tongues massaged each other's, I wanted to finish because I sensed this was going to be a big one.

I started to gather my last reserves of strength and use it to fuck Kim senseless. I pulled her closer and lifted her

and then finally swallowing it.

As we all started to put our clothes back on, Kim and Claire went over to Denyce and Belinda and said that was a damn good fucking. Belinda and Denyce hugged each other happily and then came over to me and they kissed me passionately on the lips. As Claire and Kim left the room, both Denyce and Belinda thanked me immensely for helping them out, obviously unaware that it really was my pleasure. Both girls walked me out, but before we closed the bedroom door, outside all the other party girls were waiting, on the banister and the dance floor, looking in-

*...she whispered in my ear
that she knew I fucked
Belinda on Halloween...*

credulously at the girls and me. As we wordlessly moved through the crowd, I noticed a few of the girls look at me with flirty eyes and coy smiles and I thought to myself what a fuck pool this could be.

As they opened the door, Belinda kissed me on the cheek and walked away and as I turned around to kiss Denyce, she whispered in my ear that she knew I fucked Belinda on Halloween and she felt left out so now I'm going to have to make it up to her in the very near future. I said I would and kissed her passionately on the lips and grabbing her tight round ass. As I left, I heard a few girls call to me and when the door closed I almost let out a yell of joy. I drove home thinking how lucky I was to have these girls and especially to be spending the rest of the college year with them.

Now, I'm stuck with a permanent grin.



my cock between her pussy lips ever so slowly. I noticed her hips moving back and forth as if they were beckoning me and so I pushed my dick as far as I could into her and she stopped licking Claire's wet pussy long enough to moan one of the loudest moans I have ever heard.

This really turned me on so I started to push in and out of her pussy, still wet from my oral. I grabbed her hips and started to go in slow and steady movements and thrust hard at the end which caused her to grip Claire even tighter and eat her out even faster. Meanwhile, Claire seemed to be enjoying herself as she moved

scrumptious ass closer to my cock for better leverage and fucked her as hard as I could. Suddenly, she stopped eating out Claire and just moaned louder and louder after each thrust before she was screaming and cumming over and over again. I was so proud of my forty year old self that I could make two extremely hot girls cum their brains out at the same time. I could feel my cum ready to explode and pulled out, ready to explode. Both the girls got on their knees right in time as I shot what I thought must have been a hundred loads into their open mouths. After I had finished, Kim and Claire started to make out with each other, trading my cum back and forth



CHELSEA & LEAH

Can you guess what we're going to do to each other. We'll give you some hints. We're gonna use our mouths, tongues, fingers and our purple friend Dongo. Just a typical day for us hot lesbians. Okay, that's enough talk, now you can turn the page.

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*Leah Luu &
Chelsea Finn*





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Chelsea: I've always been a bit of a sex freak – ever since I can remember. In college I would skip classes just to fool around. I still got good grades, though, and I wasn't even fucking the professors, just other co-eds.

Leah: I really like eating pussy and have been told by a lot of gals that I'm very good at it. I say, if you can't do it good, move aside and I'll do it for you.

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ALLYSSA & TALON

I started doing sex scenes because I did a sex video with my husband and, unknown to me, he sent it in to one of the video companies. They called him asking if I was really that good a cock sucker and he told them I was.

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Then they asked if I would come to Miami and suck some cock there. He also said that if it was okay with me, it was okay with him. At first I resisted, but as I was sucking his cock one night, he filmed it again and showed it to me. I really was good – and so I said okay, I'll do it. Let's go. So after that, it turns out that I've sucked about eight or nine different cocks, just in the first month alone. Every one – satisfied.

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PEEPING TIM

I'm working my ass off for this company, rarely taking a coffee break and eating lunch at me desk so I can get more work done. I'm sure a lot of you guys have been there. There is so much work that I don't leave the office until ten at night sometimes. There have even been a couple nights this month that I've spent the night in the employee lounge because I was too tired to drive home.

Fortunately, this is going to be one of those nights. So, it's pushing ten-thirty and I decided to crash in the lounge. I get to the door and see that a few lights are on. Usually, they're not. I also notice that the door is open about six inches and before I go in, I peek through the opening and see two women inside the room. I recognize one of them, Robin, from another department. The other has her back to me so I can't tell who that is.

Robin is sitting on the couch against the wall opposite the vending machines. The other lady is in one of the chairs facing her. They seem to just be talking when the other lady stands up and walks over to Robin. I hear her say that she needs to be licked. Shoes and all, she climbs onto the couch and drops her pants to her knees. She spreads her feet apart and pushes her pussy into Robin's face. I see Robin's hands come around and grab the other lady's butt cheeks and pull her hips closer. I hear them slurping and moaning as Robin's fingers began exploring between the other lady's butt crack.

Now the other lady climbs off the couch and turns. Oh my god, it's Elaine, the CEO of the company. I'm floored. I knew she kept

late hours, but for this. And why aren't they doing it in her plush office. Oh well, when you're hot, you're hot and little else matters. I hear Elaine say "Now it's your turn, baby."

Robin lays down on the couch, pulls up her skirt and pulls her panties off, throwing them on the floor. Elaine goes over to her and pulls one of Robin's legs off the couch and touches the floor. Her pussy must be totally exposed, I think to myself, because Elaine is blocking my view. Then she kneels on the floor and lowers her face into Robin's pussy. Immediately Robin moans and bucks her hips.

Elaine straightens up a little and pulls Robin by the hips lower into the couch. Then she climbs onto the couch, bare-assed and into a sixty-nine position over Robin. The ladies lick it up in some hot 69-ing and Elaine makes it look even hotter with her ass in the air. Robin is ready to cum but it seems to take a little more work to get her off. Elaine gives her a finger insertion and that sends Robin over the top. A moment later Elaine is pushing her pussy down hard onto Robin's face and grinds herself to a climax.

I quietly back away, walk back to my office and sit down to take in what I just saw. I grab my briefcase and head to my car.

— Timothy J., Hartford, CT

40+ #72



40+: Oh, Cherie... Thanks for taking the time to meet with us. It's cold outside, but you're, oh, so hot.

Cherie: That's nice of you to say. About the weather, that is. I'm kinda excited to do this scene tonight. I'm supposed to be a MILF secret agent that seduces the Italian president and saves the country from the evil Dr. Pasta. We roll around in sauce.

OUT OF BOUNDS

I was refereeing a small college football game just outside of Columbus, Ohio one late autumn day. The game ended and the crowd went home. I was one of the last ones to go because I had to gather up equipment, change out of my uniform, and check the stats for the game. I headed out to the parking lot and see a few cars still there. They were mostly parked over at a dimly lit corner of the lot. My car happened to be in that direction, too. As I walked over, I saw there were people in some of the cars and a small cargo van was rocking. I decide to go over to the van to see what was going on and as I pass a couple of the cars, they pull away, lights out and moving fast.

I slowed my pace as I approached the van and as I got closer, I saw a guy step out zipping up his fly. He nodded at me as he headed to his car. I got closer and heard grunts, and moans coming from the van. I noticed the back door was open and I looked in to see a twenty-something girl getting fucked doggie style by one of the players. Suddenly a voice from my left said to either let her suck your dick or leave. I looked over at him and then back to the scene in the van. Then the devil on my shoulder pulled me in and I undid my pants and stepped forward.

Without losing a stroke, the girl took my cock into her mouth and immediately started working it like a pro. She got me hard in a hurry and when the jock dumped his load, she spun around, got on her back and invitingly spread her legs. I placed my cock at her opening and buried it to my balls in one stroke. I felt her pussy muscles relax on my in stroke, making it easy to plunge deep. But when I pulled back she gripped it tight, giving a sensational fuck. I shot spurt after spurt into her and pulled out. No sooner had I stepped away when another jock got in the

van and in seconds he was in her and going at it hard and fast. I was thinking about taking another shot myself when a huge linebacker with ten inches of hard cock lifted her to all fours. His cock head looked to be the size of a peach, and his shaft had to be six inches around.

I stood there mesmerized watching as he put it in slowly, inch by inch, as she moaned, screeched, and grunted as inch by excruciating inch he buried his huge slab of meat into her. Then he started sliding in and out of her faster and faster until he finally came and she started trembling in a huge orgasm, just as he froze and shot his load. Then the guy slid his hard cock into the wide spread lady again and started thrusting like there was no tomorrow. He couldn't cum a second time and as his cock shriveled, he fell out and so she grabbed my pants, unzipped the fly and took my cock and swallowed it to my pelvic bone, her tongue whipping around and driving me crazy. She gripped my shaft and firmly stroked it while licking the underside, then licking my balls, sucking one into her mouth, then the other. She returned to my cock, taking the head and a couple inches in, sucking and slurping wildly as her hand pumped my shaft. I blasted a load into her mouth and throat and stumbled out of the van. I decided I should go home before anything else happened.

— Kelly K., Columbus, OH



Slammin' Cameron:

I gotta tell you how hot Cameron is in your last issue. She's a knockout and I wish she was living next door to me. I'd be over asking for sugar every day until she gave in and let me have some of hers. Her sugar pot, that is. I love the way her body looks and I'm sure is quite nice to fuck. And also, to me, she looks like a giver. It seems like she likes to fuck, give head and please her man. That's what I like in a woman. That's what any man would like.

— Sidney, NYC



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who didn't even know the facts of life.
I got over that pretty quickly and now
I'm all about the fucks of life.*

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NIGHT SCHOOLED

I took an art class in night school at the local community college because I thought the most liberal girls would be in it, and was I right. There were three of them and one was married and a couple had kids but no husbands. As far as I was concerned, they were all fair game to this forty year old guy. I was drifting off in class, trying to fall asleep when I hear, "Steve, quit staring at my butt?" That was Lana, the blonde MILF that sits right in front of me. "I'm not, but you know your ass is so hot." She turns around and giggles at me. I pick up the sign this time and after class invite her for coffee.

We go to a coffee shop nearby and find a small sofa to sit at. I get the drinks and immediately get to talking about our sex lives. Mine isn't too interesting and, it turns out, neither is hers. She says her boyfriend has a small cock. She thought it was cool at the start because she could easily get it all in her mouth, but when it never got any bigger, it never satisfied her pussy. She asks me what my size is and I brag that it's eight inches. She leans over and looks at my crotch and says let me see it! She reaches down but I stop her. We're in a public place, I thought. But now the damage was done.

She suggested we go back to my place so she could see it. How could I refuse, horn dog that I was. We get to my place and park it on the couch. "I gotta get home soon, so let me see it." she says. Immediately she unbuttoned my pants and pulled them down. She grabbed it, and when she saw it perk up after fingering it for a second, she started asking me all sorts of questions because she said her man had lost interest in sex. I told I hadn't, as she could see from my now seven-inch-on-the-way-to-eight-inches cock. She giggled some more when I asked to see her boobies. She unbuttoned the front of her



shirt and there they were, full and round in her bra. I took off her shirt and went to take off her bra when she told me how bad she had been and that I should take it off for her right now.

After that I took off her panties and started to rub her clit. She told me to rub faster so I rubbed faster and had my tongue darting in and out of her pussy. She seemed to really enjoy it so I went faster until she said watch out but that turned me on more so I kept licking. When she came she screamed. Then she turned around and grabbed my cock and she was going to please me now. She grabbed my penis and shoved it in her pussy only once to get the juices all over it, then she started to work her magic. Her hands were way better than mine, softer, more tender, more attentive. Then she started making rings around the head with her tongue. Within three minutes of this attention, I managed to get a "I'm cumming!" out of my mouth, but she sucked on it until I was screaming in pain because of how tender it got after cumming.

But she couldn't stop. She was sure to get under the rim, searching out every last drop. When she finally was satisfied, she hurriedly got dressed and headed for the door. "I gotta go right now." she said. "I'm gonna give my boyfriend the best blow job he's ever had."

– Manuel B., Savannah, GA

Naughty Vanessa,

That's one hot MILF in your magazine named Vanessa. Why? Let me tell you. It's in her eyes. When I'm with a woman, her eyes tell a lot. And when you're knocking boots, they say even more. It's the way she looks up at you when she sucking cock. It's the way she closes them opens them when you're fucking.

– Bill. W., Boston

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**KRISTINE
& JACK**

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*Kristine
Kay*







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I like to be licked from the neck down to my private spot. If a guy can do that for me, then most likely he'll be getting breakfast in the morning. I really like foreplay because if I guy can turn me on before sex, then the sex will be more intimate and explosive. If he can't do that? Then he should get his butt out.

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MICHELLE & ALEX

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*Michelle
Honeywell*

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see by checking out
my eyebrows, while I
check out your pack-
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